

Hearing Date and Time: July 27, 2009 at 10:00 a.m. (ET)
Objection Deadline: July 20, 2009 at 4:00 p.m. (ET)

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Attorneys for Debtors
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----x
In re : Chapter 11
: Case No. 09-13412 (MG)
Metaldyne Corporation, *et al.*, :
Debtors. : (Jointly Administered)
:-----x

**NOTICE OF HEARING ON
FIRST OMNIBUS MOTION OF DEBTORS AND DEBTORS
IN POSSESSION, PURSUANT TO SECTION 365 OF THE BANKRUPTCY
CODE AND BANKRUPTCY RULE 6006, FOR AN ORDER AUTHORIZING THE
REJECTION OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

PLEASE TAKE NOTICE THAT:

1. A hearing on the First Omnibus Motion of Debtors and Debtors in

Possession, Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006, for an Order Authorizing the Rejection of Certain Executory Contracts and Unexpired Leases shall be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004, on **July 27, 2009 at 10:00 a.m. (Eastern Standard Time)**.

2. Objections, if any, to the relief sought in the Motion must be made in writing, with two hard copies to Chambers, conform to the Federal Rules of Bankruptcy Procedure and the Local Rules for the United States Bankruptcy Court for the Southern District of New York and be filed with the Bankruptcy Court and must be served in accordance with the Administrative Order, Pursuant to Bankruptcy Rule 1015(c), Establishing Case Management and Scheduling Procedures in these cases (Docket No. 133) (the "Case Management Order") so as to be actually received by the parties on the Special Service List and such parties upon whom the Motion was required to be served pursuant to the terms of the Case Management Order not later than **4:00 p.m. (Eastern Standard Time) on July 20, 2009** (the "Objection Deadline").

3. If no objections are timely filed and served with respect to this Motion, the Debtors may, on or after the Objection Deadline, submit to the Court a final order substantially in the form attached to such Motion, which final order may be entered with no further notice or opportunity to be heard offered to any party.

4. Copies of the Motion, the Case Management Order and the Special Service List may be obtained from the Court's website at <http://ecf.nysb.uscourts.gov> or, free of charge, at www.bmcgroup.com/metaldyne.

Dated: July 7, 2009
New York, New York

Respectfully submitted,

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ATTORNEYS FOR DEBTORS AND
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11
: Case No. 09-13412 (MG)
Metaldyne Corporation, *et al.*, :
: (Jointly Administered)
Debtors. :
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**FIRST OMNIBUS MOTION OF DEBTORS AND DEBTORS
IN POSSESSION, PURSUANT TO SECTION 365 OF THE BANKRUPTCY
CODE AND BANKRUPTCY RULE 6006, FOR AN ORDER AUTHORIZING THE
REJECTION OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

TO THE HONORABLE MARTIN GLENN,
UNITED STATES BANKRUPTCY JUDGE:

Metaldyne Corporation and 30 of its domestic direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent as follows:

Background

1. On May 27, 2009 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). By an order entered on May 29, 2009, the Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On June 4, 2009, the United States Trustee appointed, pursuant to section 1102 of the Bankruptcy Code, an official committee of unsecured creditors (Docket No. 129), the membership of which has been subsequently amended (Docket Nos. 248 and 297).

3. Metaldyne Corporation ("Metaldyne") is a wholly-owned subsidiary of Metaldyne Holdings LLC ("Metaldyne Holdings"), which, in turn, is a wholly-owned subsidiary of Asahi Tec Corporation ("Asahi Tec"), a Japanese corporation. RHJ International S.A. ("RHJI"), a corporation formed under the laws of Belgium and listed on the Euronext exchange, presently holds approximately 60.1% of the outstanding capital stock of Asahi Tec. Debtor MD Products Corp. ("MD Products") is a New York corporation. Metaldyne is the direct or indirect parent of MD Products, each of the other Debtors and each of the Debtors' nondebtor subsidiaries (collectively, the "Metaldyne Companies").

4. The Metaldyne Companies are leading global manufacturers of highly engineered metal components for the global light vehicle market, are market leaders for many of

the products they sell and are among the 50 largest auto parts suppliers in North America. The Metaldyne Companies operate through two business units, the Powertrain segment and the Chassis segment. The Metaldyne Companies' products are used in cars, vans, sport-utility vehicles, light trucks, heavy trucks and other vehicles. The Metaldyne companies provide content for the majority of the light vehicles manufactured in North America.

5. Prior to the Petition Date, after exploring a number of restructuring alternatives, the Debtors received interest from various parties in a purchase of certain of the assets of their Chassis segment and interest from other parties in a purchase of the majority of the assets of their Powertrain segment. Prior to the Petition Date, the Debtors entered into letters of intent to sell these two groups of assets and have filed motions (Docket Nos. 214 and 323) to sell their powertrain and chassis assets and to establish an auction process or processes and bid procedures to consummate these sales (collectively, the "Sale Processes"). The Debtors are also exploring the sale of certain of their other facilities.

6. For the fiscal year ended March 29, 2009, the Metaldyne Companies recorded annual revenue of approximately \$1.32 billion, of which approximately \$782 million was from sales of the Debtors. As of March 29, 2009, utilizing book values, the Metaldyne Companies had assets of approximately \$977 million and liabilities of approximately \$927 million. As of the Petition Date, the Metaldyne Companies have approximately 4,450 employees, of which approximately 2,500 are employees of the Debtors.

Jurisdiction

7. This Court has subject matter jurisdiction to consider this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

8. Pursuant to section 365 of the Bankruptcy Code and Rule 6006 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Debtors hereby seek the entry of an order authorizing them to reject the executory contracts and unexpired leases identified on Schedule A and certain cell phone contracts identified on Schedule B of Exhibit 1 attached hereto and incorporated herein by reference (collectively, the "Agreements"),¹ effective as of the applicable date listed in Exhibit 1 for each Agreement (the "Rejection Effective Date").²

Facts Relevant to This Motion

9. Since the Petition Date, the Debtors have engaged in an ongoing review of their executory contracts and unexpired leases to identify those contracts and leases that, in the Debtors' business judgment, are not necessary to their ongoing business operations or restructuring efforts. As a result of their review to date, the Debtors have determined that the Agreements identified on Exhibit 1 are leases of excess equipment that are not necessary to their ongoing business operations or restructuring efforts or are contracts that are above-market or are no longer profitable. Moreover, to the extent applicable, the Debtors have surrendered, or will surrender by the applicable Rejection Effective Date, possession of any property leased under the Agreements to the Contracting Party.

¹ Each Agreement includes any modifications, amendments, addenda or supplements thereto or restatements thereof.

² For each Agreement on Schedule A, the following information is included: (a) a description of the contract or lease; (b) the name and address of the nondebtor counterparty to the Agreement (collectively, the "Contracting Parties"); (c) the name of the Debtor that is a party to the Agreement; (d) the contractual payments or monthly rent; (e) the term of the Agreement; and (f) the Rejection Effective Date. For each Agreement on Schedule B, the following information is included: (a) the name of the nondebtor contract party; (b) the remit address; (c) the relevant account number; (d) the relevant telephone number; and (e) the Rejection Effective Date. Copies of the Agreements are not attached hereto, but are available upon request to the Debtors' counsel. The terms of the Agreements included in Exhibit 1 are provided for convenience only and are not intended to modify, or to represent the Debtors' interpretation of, the terms of any Agreement.

10. Each of the Agreements is an "executory contract" or "unexpired lease" within the meaning of section 365 of the Bankruptcy Code, capable of being rejected by the Debtors. To the extent that any Agreement already has expired or been terminated (or its termination has been alleged), it is included herein out of an abundance of caution.

Argument

11. Section 365(a) of the Bankruptcy Code provides that a debtor, "subject to the court's approval, may assume or reject any executory contract or unexpired lease." 11 U.S.C. § 365(a). Courts routinely approve motions to assume, assume and assign or reject executory contracts or unexpired leases upon a showing that the debtor's decision to take such action will benefit the debtor's estate and is an exercise of sound business judgment. See Orion Pictures Corp. v. Showtime Networks, Inc. (In re Orion Pictures Corp.), 4 F.3d 1095, 1099 (2d Cir. 1993) (stating that section 365 of the Bankruptcy Code "permits the trustee or debtor-in-possession, subject to the approval of the bankruptcy court, to go through the inventory of executory contracts of the debtor and decide which ones it would be beneficial to adhere to and which ones it would be beneficial to reject."); see also NLRB v. Bildisco & Bildisco, 465 U.S. 513, 523 (1984) (stating that the traditional standard applied by courts to authorize the rejection of an executory contract is that of "business judgment"); In re Gucci, 193 B.R. 411, 415 (S.D.N.Y. 1996) ("A bankruptcy court reviewing a trustee's decision to assume or reject an executory contract should apply its 'business judgment' to determine if it would be beneficial or burdensome to the estate to assume it.").

12. Courts generally will not second-guess a debtor's business judgment concerning the assumption or rejection of an executory contract or unexpired lease. See In re Balco Equities Ltd., Inc., 323 B.R. 85, 98 (Bankr. S.D.N.Y. 2005) ("A court 'should defer to a debtor's decision that rejection of a contract would be advantageous.'") (citing In re Sundial

Asphalt Co., 147 B.R. 72, 84 (E.D.N.Y. 1992); In re Riodizio, Inc., 204 B.R. 417, 424 (Bankr. S.D.N.Y. 1997) ("[A] court will ordinarily defer to the business judgment of the debtor's management"); accord Phar-Mor, Inc. v. Strouss Bldg. Assocs., 204 B.R. 948, 951-52 (Bankr. N.D. Ohio 1997) ("Whether an executory contract is 'favorable' or 'unfavorable' is left to the sound business judgment of the debtor Courts should generally defer to a debtor's decision whether to reject an executory contract."). The "business judgment" test is not a strict standard; it merely requires a showing that either assumption or rejection of the executory contract or unexpired lease will benefit the debtor's estate. See, e.g., Bregman v. Meehan (In re Meehan), 59 B.R. 380, 385 (E.D.N.Y. 1986) ("The business judgment test is a flexible one The primary issue under the business judgment test is whether rejection of the contract would benefit general unsecured creditors."); In re Helm, 335 B.R. 528, 538 (Bankr. S.D.N.Y. 2006) ("To meet the business judgment test, the debtor in possession must establish that rejection will benefit the estate."); Westbury Real Estate Ventures, Inc. v. Bradlees, Inc. (In re Bradlees Stores, Inc.), 194 B.R. 555, 558 n.1 (Bankr. S.D.N.Y. 1996) ("In reviewing a debtor's decision to assume or reject an executory contract, the court must examine the contract and circumstances and apply its best 'business judgment' to determine if the assumption or rejection would be beneficial or burdensome to the estate.").

13. Because the Agreements are not necessary to the Debtors' ongoing business operations or restructuring efforts or are unprofitable, the Debtors' ongoing obligations under the Agreements impose an undue burden on their estates. The Debtors believe that maintaining the Agreements under these circumstances would unnecessarily deplete the assets of the Debtors' estates to the direct detriment of their creditors. Moreover, because the leases or contracts were entered into at market rates and because the supply contracts are not profitable,

the Debtors believe that the Agreements do not have any realizable value in the marketplace.

Accordingly, in the sound exercise of their business judgment, the Debtors have determined that the rejection of the Agreements, pursuant to section 365 of the Bankruptcy Code, effective as of the Rejection Effective Date for each Agreement, is in the best interests of their estates.

Notice

14. Pursuant to the Administrative Order, Pursuant to Rule 1015(c) of the Federal Rules of Bankruptcy Procedure, Establishing Case Management and Scheduling Procedures (Docket No. 133) (the "Case Management Order"), entered on June 5, 2009, notice of this Motion has been given to (a) the parties identified on the Special Service List and the General Service List (as such terms are defined in the Case Management Order) and (b) the Contracting Parties. The Debtors submit that no other or further notice need be provided.

No Prior Request

15. No prior request for the relief sought in this Motion has been made to this or any other Court.

WHEREFORE, the Debtors respectfully request that the Court (a) enter an order substantially in the form attached hereto as Exhibit 2, granting the relief requested herein; and (b) grant such other and further relief to the Debtors as the Court may deem proper.

Dated: July 7, 2009
New York, New York

Respectfully submitted,

/s/ Ryan T. Routh
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ATTORNEYS FOR DEBTORS AND
DEBTORS IN POSSESSION

EXHIBIT 1

Schedule A of Certain Executory Contracts and Unexpired Leases to be Rejected

<u>Description of Agreements</u>	<u>Contracting Parties Name and Address</u>	<u>Debtor Party to Agreement</u>	<u>Payment or Monthly Rent</u>	<u>Expiration of Agreement</u>	<u>Rejection Effective Date</u>
Natural Gas Purchase Agreement Account Nos. 3762-061-04 & 3621-738-07	National Fuel Resources, Inc. 165 Lawrence Bell Drive, Suite 120 Buffalo, New York 14221	Metaldyne Corporation	n/a	12/31/2009	July 27, 2009
Vehicle -Monthly Lease Payment Enterprise 573007 Effective starting 6/17/2005	Enterprise Fleet Services 29301 Grand River Farmington Hills, MI 48336	Metaldyne LLC	\$938.20	6/17/2010	July 27, 2009
Material Handling Toyota Financial Services – 022 Effective starting 9/13/2004	Toyota Financial Services PO Box 3457 Torrence, CA 90510	Metaldyne	\$399.73	9/13/2009	July 27, 2009
Truck -Monthly Lease Payment Erie Industrial Trucks - M2-261 Effective starting 1/1/2006	Erie Industrial Truck 2419 West 15th Street, Erie, PA 16505	Metaldyne	\$276.00	4/1/2089	July 27, 2009
Pitney Bowes - 0856211/005 Effective starting 6/22/2007	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	Punchcraft Company	\$207.00	6/22/2012	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service IOS 84489Z Effective starting 2/21/2008	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$96.70	11/21/2009	July 27, 2009

<u>Description of Agreements</u>	<u>Contracting Parties Name and Address</u>	<u>Debtor Party to Agreement</u>	<u>Payment or Monthly Rent</u>	<u>Expiration of Agreement</u>	<u>Rejection Effective Date</u>
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 257177 Effective starting 4/25/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$332.85	8/25/2009	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service IOS 6498Z Effective starting 2/21/2008	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$385.00	1/21/2010	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 844892 Effective starting 6/27/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$1,149.60	1/27/2010	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 86489Z Effective starting 6/27/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$96.70	1/27/2010	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 68506A Effective starting 6/28/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$547.00	7/28/2010	July 27, 2009
Office Equipment -Monthly Lease Payment Canon Financial Services 001-0321482-004 Effective starting 2/1/2008	Canon Financial Services PO Box 4004 Carol Stream, IL 60197	Metaldyne Corporation	\$349.81	2/1/2011	July 27, 2009

<u>Description of Agreements</u>	<u>Contracting Parties Name and Address</u>	<u>Debtor Party to Agreement</u>	<u>Payment or Monthly Rent</u>	<u>Expiration of Agreement</u>	<u>Rejection Effective Date</u>
Office Equipment Neopost – 06091234 Effective starting 10/19/2006	Neopost Inc 30955 Huntwood Avenue Hayward CA, 94544	Metaldyne Corporation	\$196.79	1/19/2012	July 27, 2009
Office Equipment -Monthly Lease Payment Neopost – 06091657 Effective starting 10/19/2006	Neopost Inc 30955 Huntwood Avenue Hayward CA, 94544	Metaldyne	\$218.91	1/19/2012	July 27, 2009
Ford Edge Effective starting 6/13/2007	Blackwell Ford Inc 41001 Plymouth Rd Plymouth, MI 48170	Metaldyne Company LLC	\$435.10	6/13/2010	July 27, 2009
Supply Agreement for various Sintered Components to various Delphi Powertrain manufacturing locations including, but not limited to, Rochester, NY and Grand Rapids, MI, entered into on March 25, 2008.	Delphi Powertrain 5500 W. Henrietta Road West Henrietta, NY 14586	Metaldyne Company LLC Metaldyne Sintered Components, LLC	n/a	12/31/2009	July 28, 2009

Schedule B of Certain Cell Phone Contracts to be Rejected

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Centennial Wireless	Centennial Wireless, PO Box 9001094, Louisville, KY 40290-1094	40182719-004		July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	280964325	734-320-8999	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0616	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0606	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0613	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0628	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0376	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0481	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0642	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0671	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0660	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0702	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0945	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0659	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0688	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0619	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0607	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0388	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0594	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0416	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0691	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0384	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0612	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0692	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0615	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0700	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0632	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0797	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	419-386-8381	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0770	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0622	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6002	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6023	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6000	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0630	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0625	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0617	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-3020	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0609	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0635	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0381	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	513-254-0954	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0610	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6017	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0640	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0595	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0693	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0362	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0637	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0698	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0433	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0604	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0500	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0621	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0701	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0696	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0600	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	315297026	248-346-2806	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	734-634-4947	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	734-845-0535	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	734-260-7567	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	517-304-1817	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-0673	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-2921	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-202-7682	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-0359	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-2923	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	260-740-7761	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	517-376-2766	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	517-404-8072	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-564-9673	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-564-9734	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-637-3470	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-637-3472	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1000	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1010	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1046	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1415	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1738	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1741	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1774	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1789	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1790	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1793	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-3323	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-3929	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-1106	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-1930	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-4157	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-4329	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-3907	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1672	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1589	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-2588	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-2019	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-2521	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-4076	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1275	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-4129	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1814	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-0732	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-4707	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1540	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1617	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-6999	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-6824	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-0876	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-6359	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1237	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1239	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1240	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-4027	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-5879	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1813	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1444	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-0459	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-6094	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1391	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-6357	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1624	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1630	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1447	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-2962	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-9266	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-590-5718	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-0935	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380986935-00001		July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	880414211-00001	847-867-1456	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	880414211-00001	224-234-7458	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-536-8684	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-249-9519	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-318-0056	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-660-0203	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-268-1144	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-812-2954	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	419-304-4072	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-945-0666	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-255-8596	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-309-0057	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-289-0748	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-347-4116	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-215-8984	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	8810-569-4078	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-202-6922	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-463-2129	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8364	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-496-2106	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8365	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-215-8245	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-4884	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-762-1009	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8357	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-812-8749	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-215-8979	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8739	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-552-3720	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-637-5481	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-914-0398	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-414-4546	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-414-4605	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-433-7288	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-438-6930	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	420447825-00001	814-594-2228	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	420447825-00001	814-594-5013	July 27, 2009

EXHIBIT 2

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
In re : Chapter 11
: Case No. 09-13412 (MG)
Metaldyne Corporation, *et al.*, :
Debtors. : (Jointly Administered)
:
-----x

**FIRST ORDER AUTHORIZING THE REJECTION
OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

This matter coming before the Court on the First Omnibus Motion of Debtors and Debtors in Possession, Pursuant to Section 365 of the Bankruptcy Code and Bankruptcy Rule 6006, for an Order Authorizing the Rejection of Certain Executory Contracts and Unexpired Leases (the "Motion"),¹ filed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"); the Court having reviewed the Motion and having considered the statements of counsel before the Court (the "Hearing"); and the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (c) notice of the Motion and the Hearing was sufficient under the circumstances, and (d) a sound business purpose exists for the relief granted herein; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

¹ Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

2. The Debtors are authorized to reject the Agreements² identified on the attached Schedules A and B, which are incorporated herein by reference, and the Agreements are deemed rejected, pursuant to section 365 of the Bankruptcy Code, effective as of the Rejection Effective Date identified for each Agreement identified on Schedule A and B.

3. Consistent with the terms and conditions of the bar date order previously entered by the Court, any lessor under, or contract party to, a rejected Agreement may file, within 30 days of the entry of this Order, a proof of claim for any damages resulting from the rejection of an Agreement (a "Rejection Damages Claim").

4. This Court shall retain jurisdiction to resolve all matters relating to the implementation of this Order.

Dated: New York, New York
_____, 2009

UNITED STATES BANKRUPTCY JUDGE

² Each Agreement includes any modifications, amendments, addenda or supplements thereto or restatements thereof. The terms of the Agreements included in Schedules A and B are provided for convenience only and are not intended to modify, or to represent the Debtors' interpretation of or a Court determination regarding, the terms of any Agreement.

Schedule A of Certain Executory Contracts and Unexpired Leases to be Rejected

<u>Description of Agreements</u>	<u>Contracting Parties Name and Address</u>	<u>Debtor Party to Agreement</u>	<u>Payment or Monthly Rent</u>	<u>Expiration of Agreement</u>	<u>Rejection Effective Date</u>
Natural Gas Purchase Agreement Account Nos. 3762-061-04 & 3621-738-07	National Fuel Resources, Inc. 165 Lawrence Bell Drive, Suite 120 Buffalo, New York 14221	Metaldyne Corporation	n/a	12/31/2009	July 27, 2009
Vehicle -Monthly Lease Payment Enterprise 573007 Effective starting 6/17/2005	Enterprise Fleet Services 29301 Grand River Farmington Hills, MI 48336	Metaldyne LLC	\$938.20	6/17/2010	July 27, 2009
Material Handling Toyota Financial Services – 022 Effective starting 9/13/2004	Toyota Financial Services PO Box 3457 Torrence, CA 90510	Metaldyne	\$399.73	9/13/2009	July 27, 2009
Truck -Monthly Lease Payment Erie Industrial Trucks - M2-261 Effective starting 1/1/2006	Erie Industrial Truck 2419 West 15th Street, Erie, PA 16505	Metaldyne	\$276.00	4/1/2089	July 27, 2009
Pitney Bowes - 0856211/005 Effective starting 6/22/2007	Bankruptcy Administration PBGFS 27 Waterview Shelton, CT 06484	Punchcraft Company	\$207.00	6/22/2012	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service IOS 84489Z Effective starting 2/21/2008	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$96.70	11/21/2009	July 27, 2009

<u>Description of Agreements</u>	<u>Contracting Parties Name and Address</u>	<u>Debtor Party to Agreement</u>	<u>Payment or Monthly Rent</u>	<u>Expiration of Agreement</u>	<u>Rejection Effective Date</u>
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 257177 Effective starting 4/25/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$332.85	8/25/2009	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service IOS 6498Z Effective starting 2/21/2008	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$385.00	1/21/2010	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 844892 Effective starting 6/27/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$1,149.60	1/27/2010	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 86489Z Effective starting 6/27/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$96.70	1/27/2010	July 27, 2009
Office Equipment -Monthly Lease Payment IKON Financial Service - IOS 68506A Effective starting 6/28/2006	Ikon Financial PO Box 9115 Macon GA 31208	Metaldyne Corporation	\$547.00	7/28/2010	July 27, 2009
Office Equipment -Monthly Lease Payment Canon Financial Services 001-0321482-004 Effective starting 2/1/2008	Canon Financial Services PO Box 4004 Carol Stream, IL 60197	Metaldyne Corporation	\$349.81	2/1/2011	July 27, 2009
Office Equipment Neopost – 06091234 Effective starting 10/19/2006	Neopost Inc 30955 Huntwood Avenue Hayward CA, 94544	Metaldyne Corporation	\$196.79	1/19/2012	July 27, 2009

<u>Description of Agreements</u>	<u>Contracting Parties Name and Address</u>	<u>Debtor Party to Agreement</u>	<u>Payment or Monthly Rent</u>	<u>Expiration of Agreement</u>	<u>Rejection Effective Date</u>
Office Equipment -Monthly Lease Payment Neopost – 06091657 Effective starting 10/19/2006	Neopost Inc 30955 Huntwood Avenue Hayward CA, 94544	Metaldyne	\$218.91	1/19/2012	July 27, 2009
Ford Edge Effective starting 6/13/2007	Blackwell Ford Inc 41001 Plymouth Rd Plymouth, MI 48170	Metaldyne Company LLC	\$435.10	6/13/2010	July 27, 2009
Supply Agreement for various Sintered Components to various Delphi Powertrain manufacturing locations including, but not limited to, Rochester, NY and Grand Rapids, MI, entered into on March 25, 2008.	Delphi Powertrain 5500 W. Henrietta Road West Henrietta, NY 14586	Metaldyne Company LLC Metaldyne Sintered Components, LLC	n/a	12/31/2009	July 28, 2009

Schedule B of Certain Cell Phone Contracts to be Rejected

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Centennial Wireless	Centennial Wireless, PO Box 9001094, Louisville, KY 40290-1094	40182719-004		July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	280964325	734-320-8999	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0616	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0606	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0613	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0628	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0376	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0481	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0642	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0671	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0660	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0702	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0945	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0659	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0688	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0619	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0607	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0388	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0594	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0416	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0691	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0384	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0612	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0692	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0615	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0700	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0632	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0797	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	419-386-8381	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0770	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0622	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6002	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6023	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6000	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0630	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0625	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0617	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-3020	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0609	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0635	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0381	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	513-254-0954	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0610	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-6017	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0640	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0595	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0693	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0362	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0637	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0698	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0433	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0604	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0500	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0621	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0701	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0696	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	304342529	765-545-0600	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	315297026	248-346-2806	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	734-634-4947	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	734-845-0535	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	734-260-7567	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	632016825	517-304-1817	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-0673	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-2921	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-202-7682	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-0359	July 27, 2009
Nextel	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	634715234	517-474-2923	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	260-740-7761	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	517-376-2766	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	517-404-8072	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-564-9673	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-564-9734	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-637-3470	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	689792129	734-637-3472	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1000	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1010	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1046	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1415	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1738	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1741	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1774	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1789	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1790	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-1793	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-3323	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	955296123	269-838-3929	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-1106	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-1930	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-4157	July 27, 2009
Nextel (Sprint)	Sprint, PO Box 4181, Carol Stream, IL 60197-4181	999118222	336-516-4329	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-3907	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1672	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1589	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-2588	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-2019	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-2521	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-4076	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1275	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-4129	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1814	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-0732	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-4707	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1540	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1617	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-6999	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-6824	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-0876	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-6359	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1237	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1239	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1240	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-4027	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-5879	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-1813	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1444	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-0459	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-6094	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1391	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-6357	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1624	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1630	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-1447	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-2962	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-594-9266	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-590-5718	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	220050179-00001	814-335-0935	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380986935-00001		July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	880414211-00001	847-867-1456	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	880414211-00001	224-234-7458	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-536-8684	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-249-9519	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-318-0056	July 27, 2009

Cell Phone Company	Remit Address	Account Number	Telephone Number	Rejection Effective Date
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-660-0203	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-268-1144	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-812-2954	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	419-304-4072	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-945-0666	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-255-8596	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-309-0057	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-289-0748	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-347-4116	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-215-8984	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	8810-569-4078	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-202-6922	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-463-2129	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8364	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-496-2106	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8365	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-215-8245	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-4884	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-762-1009	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8357	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-812-8749	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	313-215-8979	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-725-8739	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	440-552-3720	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	734-637-5481	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	981040844-00001	248-914-0398	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-414-4546	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-414-4605	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-433-7288	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 15062, Albany, NY 12212-5062	380786193-00001	260-438-6930	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	420447825-00001	814-594-2228	July 27, 2009
Verizon Wireless	Verizon Wireless, PO Box 660108, Dallas, TX 75266-0108	420447825-00001	814-594-5013	July 27, 2009